

SEP 21 '06

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SURFACE TRANSPORTATION BOARD

September 21, 2006

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Release of Security Interest, dated as of September 1, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Commercial Security Modification Agreement previously filed with the Board under Recordation Number 24420-NNN.

The name and address of the party to the enclosed document are:

Secured Party: First Mid-Illinois Bank & Trust
12616 State Route 143
Highland, IL 62249

[Debtor: Midwest Railcar Corporation
4949 Autumn Oaks Drive,
Maryville, IL 62062]

Mr. Vernon A. Williams
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A description of the railroad equipment covered by the enclosed document is:

22 railcars within the series GTW 384501 – GTW 384574 as more particularly set forth in the attachment to the document.

A short summary of the document to appear in the index is:

Partial Release of Security Interest.

Also enclosed is a check in the amount of \$34.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Edward M. Luria".

Edward M. Luria

RWA/sem
Enclosures

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SURFACE TRANSPORTATION BOARD

PARTIAL RELEASE OF SECURITY INTEREST

The undersigned, First Mid-Illinois Bank & Trust, Secured Party, for good and valuable consideration, the receipt and sufficiency of which is acknowledged, hereby terminates, releases and discharges its security interest in and to the railway cars described on Schedule A attached hereto.

Such security interest was granted pursuant to that certain Commercial Security Agreement dated January 2, 2003 and that certain Memorandum of Commercial Security Modification Agreement dated May 19, 2006 by Midwest Railcar Corporation in favor of the Security Party (Recordation No. 24420-NNN, Recorded on June 19, 2006).

This Partial Release relates solely to the boxcars described on Schedule A attached hereto and shall not affect the lien created by the Security Agreement on any other equipment not listed on Schedule A.

Dated this 1st day of September, 2006.

FIRST MID-ILLINOIS BANK & TRUST

By: Karyn F. Ward
Karyn F. Ward, Assistant Vice-President

STATE OF ILLINOIS)
) ss:
COUNTY OF MADISON)

The foregoing Release of Security Interest was acknowledged before me, the undersigned Notary Public, in the County of Madison, State of Illinois, this 1st day of September, 2006, by Karyn F. Ward, as Assistant Vice-President of **FIRST MID-ILLINOIS BANK & TRUST**, a state-chartered Federal Reserve Member bank organized under the laws of the State of Illinois.



Tricia Buehne
Notary Public

My commission expires: 03/02/10

SCHEDULE "A"
DESCRIPTION OF RAILCARS

Twenty-Two (22) Boxcars bearing reporting marks as follows:

Car Number
GTW 384501
GTW 384513
GTW 384514
GTW 384517
GTW 384521
GTW 384523
GTW 384524
GTW 384534
GTW 384538
GTW 384539
GTW 384543
GTW 384550
GTW 384551
GTW 384554
GTW 384556
GTW 384563
GTW 384564
GTW 384565
GTW 384566
GTW 384567
GTW 384570
GTW 384574